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NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OF THE FOLLOWING INFORMATION FROM THIS INSTRUMENT BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER

**MEMORANDUM OF FRAC POND AGREEMENT**

STATE OF TEXAS       §  
                                  §  
COUNTY OF TARRANT   §

For an adequate consideration, the receipt and sufficiency of which being acknowledged, CL Texas, L.P. ("Surface Owner"), and Devon Energy Production Company, L.P., a ~~Delaware~~ <sup>an Oklahoma</sup> limited partnership ("Operator"), have entered into that certain Frac Pond Agreement (the "Agreement"), covering 635.93 acres, more or less, in Tarrant County, Texas, being more particularly described on Exhibit "A" attached hereto and made a part hereof (the "Land"). In the agreement, Surface Owner has granted, sold, conveyed, assigned, and delivered to Operator, and Operator has accepted delivery of various rights, which affect the fee surface estate in and to the land. The Agreement has an effective date of the 1<sup>ST</sup> day of MARCH, 2009 and a term of one and a half (1-1/2) years, subject to earlier termination as provided therein. An executed copy of the Agreement is in the possession of Operator and Surface Owner, and said Agreement with all of its terms, covenants, and provisions is incorporated herein by reference.

IN WITNESS WHEREOF, this instrument is executed on this, the 2<sup>nd</sup> day of MARCH, 2009.

SURFACE OWNER:  
CL Texas, L.P.  
By: CL Texas 1 GP, L.L.C. its general partner

By: Craig Knight  
Craig Knight, Chief Real Estate Officer

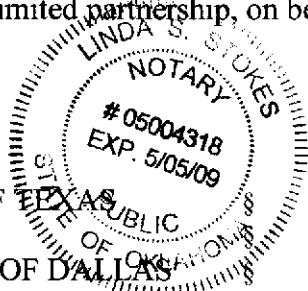
OPERATOR:  
DEVON ENERGY PRODUCTION COMPANY, L.P.

By: Bill A. Penhall  
Bill A. Penhall, Agent & Attorney-In-Fact

STATE OF OKLAHOMA   §  
                                  §  
COUNTY OF OKLAHOMA §

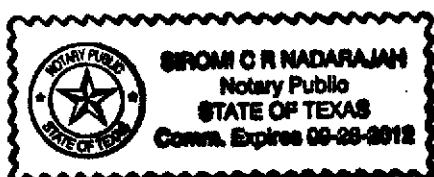
This instrument was acknowledged before me on this the 2<sup>nd</sup> day of March 2009, by Bill A. Penhall, Agent & Attorney-In-Fact of Devon Energy Production Company, L.P., a ~~Delaware~~ <sup>Oklahoma</sup> limited partnership, on behalf of said limited partnership.

STATE OF TEXAS  
COUNTY OF DALLAS



Linda S. Stokes  
Notary Public, State of Oklahoma

This instrument was acknowledged before me on this the 12<sup>th</sup> day of February 2009, by Craig Knight, Chief Real Estate Officer for CL Texas 1 GP L.L.C., General Partner of CL Texas, L.P., a Texas limited partnership, on behalf of said limited partnership.



Sirom C. R. Nadarajah  
Notary Public, State of Texas

Lumbermen "A" & "B" Frac Pond

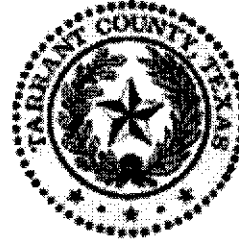
**EXHIBIT "A"**

Attached hereto and made a part hereof that certain Memorandum of Frac Pond Agreement, dated effective the 1st day of MARCH, 2009, by and between, CL Texas, L.P. ("Surface Owner") and Devon Energy Production Company, L.P. a ~~Delaware~~ *an Oklahoma* limited partnership ("Devon"):

635.93 acres of land, more or less, out of the J.J. Albirado Survey, A-4 and the R.J. Ware Survey, A-2008, Tarrant County, Texas and being more fully described in that certain Memorandum of Paid Up Oil, Gas And Mineral Lease being dated July 1, 2005 by and between CL Texas, L.P., as lessor and Chief Holdings, L.L.C., as lessee and being filed of record on July 20, 2005 in Instrument #D205208250 of the Official Records of Tarrant County, Texas.

**\*\*\*END OF EXHIBIT "A"\*\*\***

Return to:  
Devon Energy Production Company, LP  
Attn: Land Department  
P.O. Box 1480  
Bridgeport, TX 76426



DEVON ENERGY PRODUCTION COMPANY  
ATTN LAND DEPARTMENT  
P O BOX 1480  
BRIDGEPORT TX 76426

Submitter: DEVIN ENERGY PRODUCTION COMPANY

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SUZANNE HENDERSON  
TARRANT COUNTY CLERK  
TARRANT COUNTY COURTHOUSE  
100 WEST WEATHERFORD  
FORT WORTH, TX 76196-0401

**DO NOT DESTROY**  
**WARNING - THIS IS PART OF THE OFFICIAL RECORD.**

Filed For Registration: 04/21/2009 11:01 AM  
Instrument #: D209105578  
LSE 3 PGS \$20.00

By: \_\_\_\_\_



**D209105578**

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OF THE DESCRIBED REAL PROPERTY BECAUSE OF COLOR OR  
RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.

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